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January 31, 2014

**VIA IBFS**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
Room TW-B204  
445 12th Street, SW  
Washington, DC 20554

Attention: International Bureau, Policy Division

**Re: Bharti Airtel Limited, Notification of Pro Forma Assignment to  
Its Wholly-Owned Subsidiary, Network i2i Limited**

Dear Secretary Dortch:

Bharti Airtel Limited ("Bharti Airtel") and Network i2i Limited ("i2i"), by their undersigned counsel submit this Notification of Pro Forma Assignment, pursuant to Section 1.767(g)(7) of the Commission's Rules, 47 C.F.R. § 1.767(g)(7).

Bharti Airtel is a voting member of, and has a higher than 5% interest the Unity Cable System ("Unity"), a submarine cable connecting Japan to the United States. The Unity system has been licensed by the Commission and Bharti Airtel is a licensee under the license (the "FCC License").<sup>1</sup>

By this pro forma assignment filing, Bharti Airtel and i2i are providing the Commission notice of an assignment of Bharti Airtel's interest in the Unity system and the FCC License to its wholly-owned subsidiary, i2i (the "Transaction"). i2i is a corporation organized under the laws of Mauritius.

The Transaction is governed by Mauritius law and was consummated with effect as of January 1, 2014. The Transaction greatly simplifies the management of Bharti Airtel's international network by holding all of Bharti Airtel's submarine cable assets around the world in a wholly-owned subsidiary especially created for these purposes, i2i. However, the Transaction does not and will not affect the ultimate control of Bharti Airtel or the FCC License. After consummation of the Transaction, Bharti Airtel still retains indirect control of the FCC License.

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<sup>1</sup> See FCC File No. SCL-LIC-20080516-00010.

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5. Section 63.18(h): The name, address, citizenship and principal business activity of any person having a 10% or greater interest in i2i is as follows:

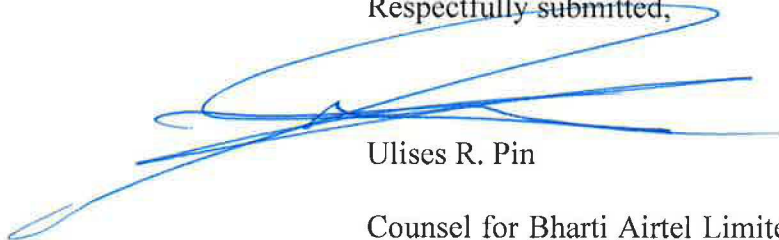
Name: Bharti Airtel Limited  
Address: Bharti Crescent  
1, Nelson Mandela Road  
Vasant Kunj, Phase II,  
New Delhi – 110070, India  
Principal Business: Telecommunications  
Ownership Interest: 100%

Other than as previously reported to the Commission, there are no changes in Bharti Airtel's ownership. Other than as previously reported to the Commission, there are no interlocking officers or directors to report.

Bharti and i2i certify that the Transaction is *pro forma* and that, together with all previous *pro forma* transactions, will not result in a change in the ultimate controlling shareholders of Bharti Airtel.

Please contact the undersigned at (202) 373-6664, if you have any questions or comments regarding this filing.

Respectfully submitted,



Ulises R. Pin

Counsel for Bharti Airtel Limited and Network  
i2i Limited

Attachments

cc: Bhavna Ahooja

**CERTIFICATION**

On behalf of Bharti Airtel Limited, I hereby certify that the foregoing Pro Forma Assignment Notification was prepared under my direction and control. I further certify that all statements therein are true, complete, and correct to the best of my knowledge and are made in good faith and that the Transaction described therein was *pro forma* under the Commission's Rules. I certify under penalty of perjury that the foregoing is true.

**BHARTI AIRTEL LIMITED**

By: \_\_\_\_\_

Name: MR NILANJAN ROY


Title: CFO- INDIA

Date: 31<sup>ST</sup> JAN 2014

**CERTIFICATION**

On behalf of Network i2i Limited, I hereby certify that the foregoing Pro Forma Assignment Notification was prepared under my direction and control. I further certify that all statements therein are true, complete, and correct to the best of my knowledge and are made in good faith and that the Transaction described therein was *pro forma* under the Commission's Rules. I certify under penalty of perjury that the foregoing is true.

**NETWORK i2i LIMITED**

By:   
Name: \_\_\_\_\_  
Title: J.C. van de Vreede  
Date: Director  
30 January 2014